

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re:	: Chapter 11
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W.R. GRACE, et al.,	: Delaware Bankruptcy
	: Case No. 01-01139 (JFK)
Debtors.	: Jointly Administered
	:
	:
_____	X

**MODIFIED ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF LEXECON LLC,
NUNC PRO TUNC FROM OCTOBER 29, 2004,
AS ASBESTOS CLAIMS CONSULTANT
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

Upon the motion of the Official Committee of Equity Security Holders (the “Equity Committee”) of the above-captioned debtors and debtors in possession (the “Debtors”), seeking modification of the Court’s Order, dated February 14, 2005 (Dkt. #7769), authorizing and approving the employment and retention of Lexecon LLC (“Lexecon”), *nunc pro tunc* from October 29, 2004, as asbestos claims consultant to the Equity Committee, and good cause appearing therefore, IT IS HEREBY ORDERED:

1. Lexecon shall be employed in accordance with its ordinary and customary rates to perform the necessary services required by the Equity Committee.
2. The compensation to be paid to Lexecon for professional services rendered and disbursements incurred on behalf of the Equity Committee shall be fixed by the Court upon appropriate application therefor in accordance with Bankruptcy Code sections 328, 330 and 331 and such Bankruptcy Rules, Local Rules of Bankruptcy Procedure, and any other procedures fixed by this Court as may then be applicable.

THE HONORABLE JUDITH K. FITZGERALD
UNITED STATES BANKRUPTCY JUDGE

Dated: _____, 2007